

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

v.

KAMILLA BJORLIN, ANDREW HODGE, and
BRIAN NICHOLS,

Defendants.

CASE NO. 2:17-cv-1600-RSM

FINAL JUDGMENT AS TO
DEFENDANT KAMILLA
BJORLIN

The Securities and Exchange Commission (“Commission”) having filed a Complaint and Defendant Kamilla Bjorlin (“Bjorlin”) having entered a general appearance; consented to the Court’s jurisdiction over her and the subject matter of this action; consented to entry of this final judgment (“Final Judgment”) without admitting or denying the allegations of the Complaint (except as to jurisdiction and except as otherwise provided herein in Paragraph VIII); waived findings of fact and conclusions of law; and waived any right to appeal from this Final Judgment, IT IS HEREBY ORDERED AND ADJUDGED that:

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I.

PERMANENT INJUNCTION AS TO SECTION 17(a) OF THE SECURITIES ACT

Bjorlin is permanently restrained and enjoined from violating Section 17(a) of the Securities Act of 1933 ("Securities Act"), 15 U.S.C. § 77q(a), in the offer or sale of any security by the use of any means or instruments of transportation or communication in interstate commerce or by use of the mails, directly or indirectly: (i) to employ any device, scheme, or artifice to defraud; (ii) to obtain money or property by means of any untrue statement of a material fact or any omission of a material fact necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; or (iii) to engage in any transaction, practice, or course of business which operates or would operate as a fraud or deceit upon the purchaser.

As provided in Rule 65(d)(2) of the Federal Rules of Civil Procedure, the foregoing paragraph also binds the following who receive actual notice of this Final Judgment by personal service or otherwise: (i) Bjorlin's agents, servants, employees, and attorneys; and (ii) other persons in active concert or participation with Bjorlin or with anyone described in (i).

II.

PERMANENT INJUNCTION AS TO SECTION 17(b) OF THE SECURITIES ACT

Bjorlin is permanently restrained and enjoined from violating Section 17(b) of the Securities Act of 1933 ("Securities Act"), 15 U.S.C. § 77q(b), by the use of any means or instruments of transportation or communication in interstate commerce or by the use of the mails, to publish, give publicity to, or circulate any notice, circular, advertisement, newspaper, article, letter, investment service, or communication which, though not purporting to offer a security for sale, describes such security for a consideration received or to be received, directly or indirectly, from an issuer, underwriter, or dealer, without fully disclosing the receipt, whether past or prospective, of such consideration and the amount thereof.

As provided in Rule 65(d)(2) of the Federal Rules of Civil Procedure, the foregoing paragraph also binds the following who receive actual notice of this Final Judgment by personal

1 service or otherwise: (i) Bjorlin’s agents, servants, employees, and attorneys; and (ii) other persons
2 in active concert or participation with Bjorlin or with anyone described in (i).

3 **III.**

4 **PERMANENT INJUNCTION AS TO**

5 **SECTION 10(b) AND RULE 10b-5 OF THE EXCHANGE ACT**

6 Bjorlin is permanently restrained and enjoined from violating, directly or indirectly,
7 Section 10(b) and Rule 10b-5 of the Securities Exchange Act of 1934 (“Exchange Act”), 15 U.S.C.
8 § 78j(b) and 17 C.F.R. § 240.10b-5, by using any means or instrumentality of interstate commerce,
9 or of the mails, or of any facility of any national securities exchange, in connection with the
10 purchase or sale of any security: (i) to employ any device, scheme, or artifice to defraud; (ii) to
11 make any untrue statement of a material fact or to omit to state a material fact necessary in order
12 to make the statements made, in the light of the circumstances under which they were made, not
13 misleading; or (iii) to engage in any act, practice, or course of business which operates or would
14 operate as a fraud or deceit upon any person.

15 As provided in Rule 65(d)(2) of the Federal Rules of Civil Procedure, the foregoing
16 paragraph also binds the following who receive actual notice of this Final Judgment by personal
17 service or otherwise: (i) Bjorlin’s agents, servants, employees, and attorneys; and (ii) other persons
18 in active concert or participation with Bjorlin or with anyone described in (i).

19 **IV.**

20 **DISGORGEMENT AND CIVIL PENALTY**

21 Bjorlin is liable for disgorgement of \$437,611, representing ill-gotten gains received by
22 her as a result of the conduct alleged in the Complaint, together with prejudgment interest thereon
23 in the amount of \$107,061, and a civil penalty in the amount of \$160,000 pursuant to 15 U.S.C.
24 §§ 77t(d) and 15 U.S.C. § 78u(d)(3). Bjorlin shall satisfy this obligation by paying the total amount
25 of \$704,672, plus post-judgment interest, to the Commission within 30 days after entry of this
26 Final Judgment.

27 Bjorlin may transmit payment electronically to the Commission, which will provide detailed

1 ACH transfer/Fedwire instructions upon request. Payment may also be made directly from a bank
2 account via Pay.gov through the SEC website at <http://www.sec.gov/about/offices/ofm.htm>. Bjorlin
3 may also pay by certified check, bank cashier's check, or United States postal money order payable
4 to the Securities and Exchange Commission, which shall be delivered or mailed to:

5 Enterprise Services Center
6 Accounts Receivable Branch
7 6500 South MacArthur Boulevard
8 Oklahoma City, OK 73169

9 and shall be accompanied by a letter identifying this action (*SEC v. Kamilla Bjorlin, et al.*, 2:17-
10 cv-1600-RSM (W.D. Wash.)); identifying Bjorlin as a defendant in this action; and specifying that
11 payment is made pursuant to this Final Judgment.

12 Bjorlin shall simultaneously transmit photocopies of evidence of payment and case
13 identifying information to the Commission's counsel in this action. By making these payments,
14 Bjorlin relinquishes all legal and equitable right, title, and interest in such funds and no part of the
15 funds shall be returned to Bjorlin. The Commission shall send the funds paid pursuant to this Final
16 Judgment to the United States Treasury.

17 The Commission may enforce the Court's judgment for disgorgement and prejudgment
18 interest by moving for civil contempt (and/or through other collection procedures authorized by
19 law) at any time after 30 days following entry of this Final Judgment. Bjorlin shall pay post
20 judgment interest on any delinquent amounts pursuant to 28 U.S.C. § 1961.

21 V.

22 OFFICER AND DIRECTOR BAR

23 Pursuant to Section 20(e) of the Securities Act, 15 U.S.C. § 77t(e), and Section 21(d)(2) of
24 the Exchange Act, 15 U.S.C. § 78u(d)(2), Bjorlin is prohibited, for five years following the date
25 of entry of this Final Judgment, from acting as an officer or director of any issuer that has a class
26 of securities registered pursuant to Section 12 of the Exchange Act, 15 U.S.C. § 78l, or that is
27 required to file reports pursuant to Section 15(d) of the Exchange Act, 15 U.S.C. § 78o(d).

28 VI.

1 **PENNY STOCK BAR**

2 Pursuant to Section 20(g) of the Securities Act, 15 U.S.C. § 77t(g), and Section 21(d)(6)
3 of the Exchange Act, 15 U.S.C. § 78u(d)(6), Bjorlin is barred, for a period of five years following
4 the date of entry of this Final Judgment, from participating in an offering of penny stock, including
5 engaging in activities with a broker, dealer, or issuer for purposes of issuing, trading, or inducing
6 or attempting to induce the purchase or sale of any penny stock. A penny stock is any equity
7 security that has a price of less than five dollars, except as provided in Rule 3a51-1 under the
8 Exchange Act, 17 C.F.R. 240.3a51-1.

9 **VII.**

10 **INCORPORATION OF CONSENT**

11 The Consent is incorporated herein with the same force and effect as if fully set forth
12 herein, and Bjorlin shall comply with all of the undertakings and agreements set forth therein.

13 **VIII.**

14 **BANKRUPTCY NONDISCHARGEABILITY**

15 Solely for purposes of exceptions to discharge set forth in Section 523 of the Bankruptcy
16 Code, 11 U.S.C. § 523, the allegations in the Complaint are true and admitted by Bjorlin, and
17 further, any debt for disgorgement, prejudgment interest, civil penalty or other amounts due by
18 Bjorlin under this Final Judgment or any other judgment, order, consent order, decree or settlement
19 agreement entered in connection with this proceeding, is a debt for the violation by Bjorlin of the
20 federal securities laws or any regulation or order issued under such laws, as set forth in Section
21 523(a)(19) of the Bankruptcy Code, 11 U.S.C. § 523(a)(19).
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23 **IX.**

24 **RETENTION OF JURISDICTION**

25 This Court shall retain jurisdiction of this matter and of Bjorlin for the purposes of
26 enforcing the terms of this Final Judgment.
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1 X.

2 **RULE 54(b) CERTIFICATION**

3 There being no just reason for delay, pursuant to Rule 54(b) of the Federal Rules of Civil
4 Procedure, the Clerk is ordered to enter this Final Judgment forthwith and without further notice.
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8 Dated: Seattle, Washington
9 January 8, 2019

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11 RICARDO S. MARTINEZ
12 CHIEF UNITED STATES DISTRICT JUDGE
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